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Attorneys for Defendant Charles W. Scharf

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

CITY OF HOLLYWOOD FIREFIGHTERS' PENSION SYSTEM,

Plaintiff,

V.

STEVEN D. BLACK, MARK A. CHANCY,
THEODORE F. CRAVER, JR., MARIA R. MORRIS,
RICHARD B. PAYNE, JR., RONALD L. SARGENT,
CHARLES W. SCHARF, and SUZANNE M.
VAUTRINOT

Defendants.

and

WELLS FARGO & COMPANY.

Nominal Defendant

Case No. 4:23-cv-02445-JST

**DEFENDANT CHARLES W.
SCHARF'S NOTICE OF JOINDER
AND JOINDER IN NOMINAL
DEFENDANT WELLS FARGO &
COMPANY'S MOTION TO DISMISS
THE COMPLAINT FOR FAILURE
ADEQUATELY TO PLEAD
DEMAND FUTILITY**

Hearing: June 20, 2024
Time: 2:00 p.m.

Time: 2:00 p.m.
Courtroom 6

Courtroom
The Hon. J.

The Hon. Jon S. Tigard

1 **TO THE COURT, ALL PARTIES, AND THEIR COUNSEL OF RECORD:**

2 **PLEASE TAKE NOTICE** that Defendant Charles W. Scharf (“Mr. Scharf”) hereby joins
 3 in Nominal Defendant Wells Fargo & Company’s (“Wells Fargo”) Motion to Dismiss for Failure
 4 Adequately to Plead Demand Futility on the grounds that Plaintiff fails adequately to plead demand
 5 futility under Rule 23.1 of the Federal Rules of Civil Procedure. The hearing on the Motion is set
 6 for June 20, 2024 at 2:00 p.m. before the Honorable Jon S. Tigar.

7 Mr. Scharf joins in Wells Fargo’s Motion made pursuant to Rule 23.1 of the Federal Rules
 8 of Civil Procedure and joins in all accompanying documents, including the Notice of Motion, the
 9 Memorandum of Points and Authorities, and the Request for Judicial Notice and attached exhibits,
 10 as well as any oral argument of counsel, and any matter that may be submitted at the hearing or
 11 thereafter.

12 Mr. Scharf joins in Wells Fargo’s Motion arguing that Plaintiff has failed adequately to plead
 13 demand futility under Rule 23.1 of the Federal Rules of Civil Procedure, which requires that a
 14 shareholder derivative complaint must “state with particularity” any “effort by the plaintiff to obtain
 15 the desired action from the directors” and “the reasons for not obtaining the action or making the
 16 effort,” because Plaintiff has failed to (i) make a pre-suit demand on Wells Fargo’s Board of
 17 Directors or (ii) adequately plead that the demand requirement is excused.

18 Pursuant to the parties’ stipulation and the Scheduling Order entered by the Court on January
 19 16, 2024, *see* ECF No. 110, the parties have agreed that Mr. Scharf and the other Individual
 20 Defendants may present further motions to dismiss on grounds or concerning issues that were not
 21 decided in connection with the Rule 23.1 Motion, if necessary, following a decision on the Rule 23.1
 22 Motion.

1 DATED: April 1, 2024
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3 Respectfully submitted,
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5 /s/ Victor L. Hou
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